

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11
:
CELSIUS NETWORK LLC, *et al.*,¹ : Case No. 22-10964 (MG)
:
Debtors. : (Jointly Administered)

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DECLARATION OF SHARA CORNELL

I, Shara Cornell, pursuant to 28 U.S.C. § 1746, declare under penalty of perjury as follows:

1. I am a trial attorney for the United States Department of Justice, Office of the United States Trustee, with offices located at 201 Varick Street, Room 1006, New York, NY 10014. I am a member of the bars of the States of New York, New Jersey, and Illinois, and am admitted to practice law in the United States District Court for the Southern District of New York.

2. I represent William K. Harrington, the United States Trustee for Region 2, and am the Trial Attorney with responsibility for this case. I submit this declaration in support of the Rule 2004 Application (“Rule 2004 Application”) for an Order Authorizing the United States Trustee to Conduct Rule 2004 Examination of Willis Towers Watson (“Willis Towers”).

3. I reviewed the electronic docket in Bankruptcy Case No. 22-10964 (the “Bankruptcy Case”). I reviewed the Petition [ECF Doc. No. 1], Declaration of Alex Mashinsky [ECF Doc. No. 23], and all other corresponding documents filed in this Bankruptcy Case.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

4. I reviewed the Motion for Entry of Order (I) Approving the Debtors' Key Employee Retention Plan and (II) Granting Related Relief (the "Bonus Motion") filed at ECF Doc. No. 1021.

5. I reviewed the Declaration of Josephine Gartrell in Support of the Bonus Motion at ECF Doc. No. 1023.

6. In response to its inquiries, the Debtors provided to the United States Trustee a copy of the Willis Towers engagement letter (the "Engagement Letter"). I reviewed the Engagement Letter.

I declare under penalty of perjury that the information contained in this Declaration is true and correct.

Dated: New York, NY
November 17, 2022

/s/ Shara Cornell
Shara Cornell